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SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
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OF COUNSEL
URBAN A LESTER

June 11, 2008

Anne K. Quinlan, Esquire
Acting Secretary
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423-0001

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Railroad Car Lease Agreement, dated as of June 9, 2008, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Security Agreement previously filed with the Board under Recordation Number 27224.

The names and addresses of the parties to the enclosed document are:

Lessor: Trinity Industries Leasing Company
2525 Stemmons Freeway
Dallas, Texas 75207

Lessee: Buffalo Lake Energy, LLC
c/o BioFuel Energy Corp.
1801 Broadway, Suite 1060
Denver, Colorado 80202

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A description of the railroad equipment covered by the enclosed document is:

199 railcars: CRGS 30013, CRGS 30051 and within the series NATX 39482 - NATX 301170, TILX 190394 - TILX 199814, TILX 290446 - TILX 290459 and TILX 645803 - TILX 648312 as more particularly set forth in the attachment to the document.

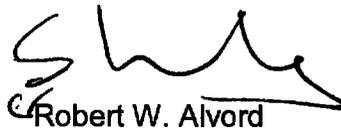
A short summary of the document to appear in the index is:

Memorandum of Railroad Car Lease Agreement.

Also enclosed is a check in the amount of \$35.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/sem
Enclosures

RECORDATION NO. 27224-A FILED

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SURFACE TRANSPORTATION BOARD

MEMORANDUM OF RAILROAD CAR LEASE AGREEMENT

Memorandum of Railroad Car Lease Agreement made and entered into as of June 9, 2008 by and between TRINITY INDUSTRIES LEASING COMPANY ("Lessor"), and BUFFALO LAKE ENERGY, LLC ("Lessee").

WITNESSETH:

The undersigned have entered into that certain Railroad Car Lease Agreement dated as of October 12, 2006 (the "Lease") and Riders thereto, whereby the Lessor has agreed to lease to the Lessee and the Lessee has agreed to lease from the Lessor certain railcars bearing reporting marks and road numbers as shown on Schedule A attached hereto, effective as of the date hereof and subject to the terms defined in the Lease.

IN WITNESS WHEREOF, the undersigned have each caused this Memorandum to be duly executed as of the date and year first above written.

TRINITY INDUSTRIES LEASING COMPANY

By Thomas C. Jardine

Name: Thomas C. Jardine

Title: Vice President

BUFFALO LAKE ENERGY, LLC

By _____

Name: _____

Title: _____

State of Texas)

County of Dallas) SS:

On this 9th day of June, 2008, before me personally appeared Thomas Jardine, to me personally known, who being duly sworn stated that he is Vice President of TRINITY INDUSTRIES LEASING COMPANY that said instrument was signed on behalf of said corporation by authority of its board of directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Danielle Henderson
Notary Public

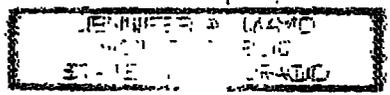
My Commission expires 6/9/2012



State of _____)

County of _____) SS:

On this _____ day of _____, 2008, before me personally appeared _____, to me personally known, who being duly sworn, stated that he is _____ of BUFFALO LAKE ENERGY LLC, that said instrument was signed on behalf of said company by authority of its manager(s), and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.



Notary Public

My Commission expires _____

SCHEDULE A
to Memorandum of Railroad Car Lease Agreement:

Car No.				
CRGS 030013	TILX 191456	TILX 198232	TILX 645868	TILX 645914
CRGS 030051	TILX 191458	TILX 198234	TILX 645869	TILX 645917
NATX 039482	TILX 191464	TILX 198241	TILX 645870	TILX 645918
NATX 039486	TILX 191468	TILX 198316	TILX 645871	TILX 645926
NATX 039491	TILX 191470	TILX 198317	TILX 645872	TILX 648245
NATX 039492	TILX 191471	TILX 198705	TILX 645873	TILX 648249
NATX 039501	TILX 191480	TILX 199012	TILX 645874	TILX 648252
NATX 039503	TILX 191482	TILX 199032	TILX 645875	TILX 648253
NATX 301127	TILX 191484	TILX 199033	TILX 645876	TILX 648254
NATX 301134	TILX 191486	TILX 199037	TILX 645877	TILX 648268
NATX 301154	TILX 191490	TILX 199044	TILX 645878	TILX 648269
NATX 301157	TILX 191493	TILX 199056	TILX 645879	TILX 648273
NATX 301163	TILX 191495	TILX 199058	TILX 645880	TILX 648275
NATX 301167	TILX 191500	TILX 199325	TILX 645881	TILX 648280
NATX 301168	TILX 191503	TILX 199333	TILX 645882	TILX 648281
NATX 301170	TILX 191511	TILX 199814	TILX 645883	TILX 648282
NATX301136	TILX 191515	TILX 290446	TILX 645884	TILX 648283
TILX 190394	TILX 195030	TILX 290448	TILX 645885	TILX 648284
TILX 190397	TILX 195059	TILX 290453	TILX 645886	TILX 648286
TILX 190406	TILX 195069	TILX 290459	TILX 645887	TILX 648287
TILX 190407	TILX 195087	TILX 645803	TILX 645888	TILX 648288
TILX 190417	TILX 195220	TILX 645809	TILX 645889	TILX 648289
TILX 190425	TILX 195223	TILX 645830	TILX 645890	TILX 648290
TILX 190433	TILX 195236	TILX 645831	TILX 645891	TILX 648291
TILX 190434	TILX 195239	TILX 645833	TILX 645892	TILX 648292
TILX 191400	TILX 195353	TILX 645835	TILX 645893	TILX 648293
TILX 191402	TILX 195370	TILX 645838	TILX 645894	TILX 648294
TILX 191403	TILX 195383	TILX 645843	TILX 645895	TILX 648295
TILX 191423	TILX 195384	TILX 645852	TILX 645896	TILX 648296
TILX 191426	TILX 195386	TILX 645854	TILX 645897	TILX 648297
TILX 191427	TILX 195388	TILX 645855	TILX 645898	TILX 648298
TILX 191435	TILX 198032	TILX 645856	TILX 645903	TILX 648300
TILX 191436	TILX 198035	TILX 645859	TILX 645905	TILX 648301
TILX 191437	TILX 198041	TILX 645860	TILX 645906	TILX 648302
TILX 191438	TILX 198045	TILX 645861	TILX 645907	TILX 648303
TILX 191440	TILX 198048	TILX 645862	TILX 645909	TILX 648305
TILX 191443	TILX 198178	TILX 645863	TILX 645910	TILX 648308
TILX 191452	TILX 198198	TILX 645864	TILX 645911	TILX 648309
TILX 191454	TILX 198213	TILX 645866	TILX 645912	TILX 648311
	TILX 198228	TILX 645867	TILX 645913	TILX 648312

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 6/11/08



Robert W. Alvord